

EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, Motorola, Inc. ("**Assignor**") hereby unconditionally and irrevocably sells, transfers and assigns to Temic of North America, Inc. ("**Assignee**") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, the claims (as such term is defined in Bankruptcy Code section 101(5)) evidenced by proofs of claim number 8396, 8398, and 8399 against Delphi Corporation Case No. 05-44481 and proofs of claim numbers 8391, 8393, and 8394 against Delphi Automotive Systems, LLC (collectively, "**Delphi**"), Case No. 05-44640, United States Bankruptcy Court for the Southern District of New York (the "**Bankruptcy Court**"), and the aforementioned proofs of claim filed by Assignor with the Bankruptcy Court.

Assignor hereby waives any objection to the transfer of the claim to Assignee on the books and records of Delphi and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the claim. Assignor further directs Delphi, the Bankruptcy Court and all other interested parties that all further notices relating to the claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS EXECUTED THIS 4th day of July 2006.

WITNESS:

F. E. Wike
SIGNATURE OF WITNESS
F. E. Wike / Authorized
PRINT NAME/TITLE *Signatory*

BY: MOTOROLA, INC., Assignor

Patrick J. Gairow
AUTHORIZED SIGNATURE *VP. Finance*
PATRICK J. GAIROW
PRINT NAME/TITLE
847-341-5413
TELEPHONE NUMBER